

EXHIBIT E4

McGUIREWOODS

Dion W. Hayes
804.775.1144

One James Center
901 East Cary Street
Richmond, VA 23219-4030

February 11, 2009

REMITTANCE COPY
PLEASE RETURN WITH PAYMENT
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 91110057

Circuit City Stores, Inc.
9950 Mayland Drive
Richmond, VA 23233

TAX ID NO. 54-0505857

JOINT GROUP #2055557

Balance Forward from Prior Invoices: \$679,748.45
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:
Current Fees: \$250,751.00
Current Disbursements: \$13,049.32
Current Invoice Total: \$263,800.32

Total Balance Due: \$943,548.77

PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP
Attn: Accounts Receivable
901 E. Cary Street
Richmond, VA 23219-4030

PAYMENT IN FULL IS DUE UPON PRESENTATION

McGUIREWOODS

Dion W. Hayes
804.775.1144

One James Center
901 East Cary Street
Richmond, VA 23219-4030

February 11, 2009

Circuit City Stores, Inc.
9950 Mayland Drive
Richmond, VA 23233

Bill Through: 01/31/09

INVOICE NO. 91110057

TAX ID NO. 54-0505857

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:

Re: General Case Administration
Our File No. 2055557-0010
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/01/09	Analyze issues and respond to various e-mails Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
01/01/09	Multiple e-mails and telephone calls to creditors and parties in interest regarding bankruptcy case and related issues and review material regarding same Daniel F. Blanks 1.30 hours at 375.00 per hour.	\$487.50
01/05/09	Telephone conference with client regarding risk department issues and payment of post-petition claims and settlements in ordinary course and analyze issues regarding same and OCP's Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
01/05/09	Return multiple phone calls from various parties and analyze correspondence regarding same Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00

01/05/09 Monitor calls from hot line and revise log of
hot line calls
Frances C. Smith 6.40 hours at 215.00 per hour. \$1,376.00

01/05/09 Return creditor calls (2.9); research
bankruptcy court docket for recent filings
(.7); analysis of filings for potential
inclusion into case calendar (1.3); work on
charting case calendar (1.2)
Karen B. Cain 6.10 hours at 195.00 per hour. \$1,189.50

01/06/09 Finalize and file multiple affidavits of
service and e-mails regarding same (.5);
analyze and distribute correspondence (.9);
multiple phone calls from various parties (.7);
analyze issues and e-mails regarding 341
meeting (.3)
Sarah B. Boehm 2.40 hours at 450.00 per hour. \$1,080.00

01/06/09 Multiple telephone conferences with creditors
and parties in interest regarding bankruptcy
case and other related issues and review
material regarding same
Daniel F. Blanks 1.70 hours at 375.00 per hour. \$637.50

01/06/09 Monitor calls from hot line and revise log of
hot line calls
Frances C. Smith 7.60 hours at 215.00 per hour. \$1,634.00

01/06/09 Review creditor hot line log (.6); return
telephone calls from hot line (2.7)
Karen B. Cain 3.30 hours at 195.00 per hour. \$643.50

01/07/09 Finalize and file supplemental list of ordinary
course professionals and e-mails with KCC
regarding service (.5); telephone conference
with and e-mail from F. Telegadas regarding
plea bargain and restitution matter in New York
(.3); multiple calls and e-mails from various
parties (.6)
Sarah B. Boehm 1.40 hours at 450.00 per hour. \$630.00

01/07/09 Multiple e-mails and telephone conferences with
claimants and other parties in interest
regarding case and other related issues and
review and analyze materials and documentation
regarding same
Daniel F. Blanks 1.10 hours at 375.00 per hour. \$412.50

01/07/09	Monitor calls from hot line and revise log of hot line calls Frances C. Smith 5.10 hours at 215.00 per hour.	\$1,096.50
01/07/09	Correspondence regarding hearing on 1/16/09 (.1); review docket for recent objections and motions to be heard on 1/16/09 (.6) Linda J. Neilson .80 hours at 185.00 per hour.	\$148.00
01/08/09	Draft, revise, finalize and file multiple pleadings and e-mails with KCC regarding service of same (2.1); telephone call to and e-mails with J. Oakey regarding termination of employee and related issues (.3) Sarah B. Boehm 2.40 hours at 450.00 per hour.	\$1,080.00
01/08/09	E-mails and telephone conferences with parties in interest regarding bankruptcy case and related issues and review material regarding same Daniel F. Blanks 1.60 hours at 375.00 per hour.	\$600.00
01/08/09	Monitor creditor hot line (1.6); work on chart of telephone calls from creditors (1.9); return calls from creditors (2.4) Karen B. Cain 5.90 hours at 195.00 per hour.	\$1,150.50
01/09/09	Prepare for and attend 341 meeting and e-mails and conferences regarding same with United States Trustee (2.5); review new pleadings for filing for hearings on 1/29 and 1/16 (.9) Douglas M. Foley 3.40 hours at 550.00 per hour.	\$1,870.00
01/09/09	Prepare for and attend 341 meeting of creditors (1.6); multiple calls and e-mails from various parties (.4) Sarah B. Boehm 2.00 hours at 450.00 per hour.	\$900.00
01/09/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding case and other related issues and review and analyze multiple documents and pleadings regarding same Daniel F. Blanks 1.70 hours at 375.00 per hour.	\$637.50
01/09/09	Monitor calls from hot line and revise log of hot line calls Frances C. Smith 2.70 hours at 215.00 per hour.	\$580.50

01/09/09	Research bankruptcy court docket (1.1); analysis of filings in multiple bankruptcy matters (2.1); assist with hearing preparations (1.7); prepare binders for sale hearing (2.3) Karen B. Cain 7.20 hours at 195.00 per hour.	\$1,404.00
01/11/09	Begin review of items and agenda for 1/16 hearings Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
01/12/09	E-mails with creditors counsel regarding consent to seal motion and consent to omnibus class proof of claim and review pleadings regarding same (.7); review, revise and file other responsive pleadings for hearings on 1/16/09 (.9) Douglas M. Foley 1.60 hours at 550.00 per hour.	\$880.00
01/12/09	Multiple phone calls from various parties (1.1); revise, finalize and file multiple pleadings and e-mails regarding same (1.6); analyze correspondence from multiple parties (.8) Sarah B. Boehm 3.50 hours at 450.00 per hour.	\$1,575.00
01/12/09	Multiple telephone conferences with creditors, parties in interest and other parties regarding bankruptcy case and related issues and review and analyze multiple documents, pleadings, e-mails and other matters regarding same Daniel F. Blanks 1.80 hours at 375.00 per hour.	\$675.00
01/12/09	Monitor calls from hot line and revise log of hot line calls Frances C. Smith 2.90 hours at 215.00 per hour.	\$623.50
01/12/09	Correspondence regarding draft agenda for 1/16/09 hearing (.2); review draft agenda (.4) Linda J. Neilson .60 hours at 185.00 per hour.	\$111.00
01/12/09	Monitor creditor hot line (.9); return creditor telephone calls (.9) Karen B. Cain 1.80 hours at 195.00 per hour.	\$351.00
01/13/09	Begin preparation for 1/16/09 omnibus hearing date and review agenda regarding same Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00

01/13/09 Finalize and file multiple affidavits of service and e-mails regarding same (.4); analyze agenda and status of various matters (.3); multiple calls and e-mails regarding TomTom exhibit under seal (.3); analyze appeal issues and e-mails regarding same (.2)
Sarah B. Boehm 1.20 hours at 450.00 per hour. \$540.00

01/13/09 Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze pleadings, documents and other matters regarding same
Daniel F. Blanks 2.20 hours at 375.00 per hour. \$825.00

01/13/09 Monitor calls from hot line and revise log of hot line calls
Frances C. Smith 4.10 hours at 215.00 per hour. \$881.50

01/13/09 Work on creditor call log (1.7); return creditor telephone calls regarding filings (3.2)
Karen B. Cain 4.90 hours at 195.00 per hour. \$955.50

01/14/09 Analyze pleadings and docket, revise, finalize and file omnibus hearing agenda and multiple calls and e-mails regarding same (2.2); multiple calls to and from various parties and update phone log (1.2); revise, finalize and file pleadings and e-mails regarding same (.8)
Sarah B. Boehm 4.20 hours at 450.00 per hour. \$1,890.00

01/14/09 Multiple telephone conferences and e-mails with parties in interest regarding bankruptcy case and related issues and analyze issues regarding same and research issues and review and analyze issues regarding same
Daniel F. Blanks 3.50 hours at 375.00 per hour. \$1,312.50

01/14/09 Monitor calls from hot line and revise log of hot line calls
Frances C. Smith 3.40 hours at 215.00 per hour. \$731.00

01/14/09 Review docket and revise hearing agenda for filing (2.1); correspondence regarding same (.4); organize documents for hearing (.6)
Linda J. Neilson 3.10 hours at 185.00 per hour. \$573.50

01/14/09 Review creditor call log (.7); return
outstanding calls from creditors (4.6); work on
and update call log for reference (1.1)
Karen B. Cain 6.40 hours at 195.00 per hour. \$1,248.00

01/15/09 Review agenda and pleadings and prepare for
omnibus hearing on 1/16/09
Douglas M. Foley 7.90 hours at 550.00 per hour. \$4,345.00

01/15/09 Multiple e-mails regarding ordinary course
professional affidavits and finalize and file
ordinary course professional affidavits (1.1);
analyze pleadings and revise agenda (1.7);
multiple calls to and from various parties
(1.5); analyze correspondence (.7); prepare for
omnibus hearing, analyze orders and multiple
calls and e-mails regarding same (1.8)
Sarah B. Boehm 6.80 hours at 450.00 per hour. \$3,060.00

01/15/09 Continue preparation for January 16, 2009
omnibus hearing and review and analyze multiple
pleadings, documents and other material
regarding same and strategies regarding same
(4.5); review, analyze, revise and file
proposed hearing agenda for January 16, 2009
omnibus hearing and multiple telephone
conferences and e-mails with parties regarding
same (.8)
Daniel F. Blanks 5.30 hours at 375.00 per hour. \$1,987.50

01/15/09 Monitor calls from hot line and revise log of
hot line calls
Frances C. Smith 2.80 hours at 215.00 per hour. \$602.00

01/15/09 Assist with preparation for omnibus hearing
D. Morrison de Lopez .60 hours at 195.00 per hour. \$117.00

01/15/09 Review docket and revise agenda for hearing
(2.5); prepare for omnibus hearing (9.0)
Linda J. Neilson 11.50 hours at 185.00 per hour. \$2,127.50

01/15/09 Research bankruptcy court docket for hearing
dates (.9); work on case calendar (1.2); return
telephone calls from creditor hot line call
list (2.3); analyze bankruptcy court filings
(1.7); work on omnibus hearing agenda (4.7)
Karen B. Cain 10.80 hours at 195.00 per hour. \$2,106.00

01/16/09 Prepare for and attend omnibus hearing and sale
motion hearing
Douglas M. Foley 8.90 hours at 550.00 per hour. \$4,895.00

01/16/09 Prepare for and attend omnibus hearing, analyze pleadings and multiple calls and e-mails regarding same
Sarah B. Boehm 6.80 hours at 450.00 per hour. \$3,060.00

01/16/09 Prepare for and participate in January 16, 2009 omnibus hearing and review and analyze multiple documents, pleadings, notices and other items regarding same and analyze issues regarding liquidation process
Daniel F. Blanks 12.20 hours at 375.00 per hour. \$4,575.00

01/16/09 Assist attorneys with preparation of documents for hearing
D. Morrison de Lopez 2.60 hours at 195.00 per hour. \$507.00

01/16/09 Prepare documents for hearing (2.2); revise hearing agenda for filing (1.8); attend hearing (5.5)
Linda J. Neilson 9.50 hours at 185.00 per hour. \$1,757.50

01/16/09 Research bankruptcy court docket and filings (.7); prepare final amended agenda for omnibus hearing (1.7); work on professionals' binders (2.1); assist with documentation for omnibus hearing (5.1); coordinate hearing transcript from service provider (.7)
Karen B. Cain 10.30 hours at 195.00 per hour. \$2,008.50

01/18/09 Multiple e-mails regarding liquidation and related matters
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/18/09 E-mails and telephone calls with and to creditors and parties in interest regarding bankruptcy case and related issues and review documents regarding same
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

01/19/09 E-mails regarding finalization of deliverables for court relating to 1/16 hearing, including orders resolving various matters (.8); review form of board minutes from 1/16 meeting (.3)
Douglas M. Foley 1.10 hours at 550.00 per hour. \$605.00

01/19/09 Multiple calls and e-mails from various parties
Sarah B. Boehm .60 hours at 450.00 per hour. \$270.00

01/19/09 Multiple e-mails and telephone conferences with
creditors and parties in interest regarding
bankruptcy case and related issues and
liquidation matters
Daniel F. Blanks 1.90 hours at 375.00 per hour. \$712.50

01/20/09 E-mails with creditors regarding issues
relating to liquidator and final sales of goods
and return policies
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

01/20/09 Analyze transcript and e-mails regarding same
(.3); finalize and file ordinary course
professional affidavits and e-mails regarding
same (.4); multiple phone calls from various
parties (1.6); analyze and distribute
correspondence (1.2)
Sarah B. Boehm 3.50 hours at 450.00 per hour. \$1,575.00

01/20/09 Multiple telephone conferences with claimants
and parties in interest regarding bankruptcy
case and other related issues and concerns and
review and analyze multiple documents,
pleadings, notices and other items regarding
same
Daniel F. Blanks 2.50 hours at 375.00 per hour. \$937.50

01/20/09 Monitor calls from hot line and revise log of
hot line calls
Frances C. Smith 7.90 hours at 215.00 per hour. \$1,698.50

01/21/09 Draft, review, revise, finalize and submit
multiple orders from omnibus hearing (1.6);
analyze issues and e-mails regarding stub rent
(.3); telephone call from counsel regarding
Brinks and multiple calls and e-mails regarding
same (.4); multiple calls from various parties
and analyze correspondence regarding same (1.1)
Sarah B. Boehm 3.40 hours at 450.00 per hour. \$1,530.00

01/21/09 Multiple telephone conferences and e-mails with
creditors and parties in interest regarding
case inquiries and related issues regarding
case (1.7); e-mails and telephone conferences
with attorneys general and other state entities
regarding continued use of warranties and
honoring prepetition warranties and related
issues and review material regarding same (.9)
Daniel F. Blanks 2.80 hours at 375.00 per hour. \$1,050.00

01/21/09 Monitor calls from hot line and revise log of
hot line calls
Frances C. Smith 4.10 hours at 215.00 per hour. \$881.50

01/21/09 Correspondence regarding agenda for 1/29/2009
hearing (.1); review docket for motions set for
hearing on 1/29/2009 and review hearing
transcript from 1/16/2009 (.8)
Linda J. Neilson .90 hours at 185.00 per hour. \$166.50

01/22/09 Several telephone conferences and e-mails with
creditors regarding status of claims and
liquidation process and wind-down issues
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

01/22/09 Analyze entered orders and e-mails regarding
service of same (.5); analyze issues regarding
warranties and multiple calls and e-mails
regarding same (.8); review and submit various
orders (.3); finalize and file multiple
ordinary course professional affidavits and
e-mails regarding same (.7); analyze
correspondence from various parties (.6);
multiple calls from various parties (.7)
Sarah B. Boehm 3.60 hours at 450.00 per hour. \$1,620.00

01/22/09 Multiple telephone conferences and e-mails with
claimants, creditors and other parties in
interest regarding bankruptcy case and other
related issues and review and analyze
documents, pleadings and other matters
regarding same (2.9); telephone conferences
with co-counsel regarding bankruptcy case and
strategies regarding liquidation and
outstanding issues (.5)
Daniel F. Blanks 3.40 hours at 375.00 per hour. \$1,275.00

01/22/09 Monitor calls from hot line and revise log of
hot line calls
Frances C. Smith 3.80 hours at 215.00 per hour. \$817.00

01/22/09 Analysis of reclamation claim demands (3.1);
prepare chart reclamation claim demands (2.7);
conference with S. Boehm regarding same (.4);
work on log of creditor calls to hot line (.7);
return calls from creditor hot line (2.2)
Karen B. Cain 9.10 hours at 195.00 per hour. \$1,774.50

01/23/09 Telephone conference with client and debtors professionals regarding wind-down protocol and process and timing of disposition of assets (1.3); several telephone conferences and e-mails with creditors regarding payment of administrative claims and issues on docket for 1/29 and 2/13 (.9)
Douglas M. Foley 1.20 hours at 550.00 per hour. \$660.00

01/23/09 Finalize and file ordinary course professional affidavits and multiple e-mails regarding same (.4); multiple phone calls to and from various parties (1.6); analyze correspondence and e-mails regarding same (.6)
Sarah B. Boehm 2.60 hours at 450.00 per hour. \$1,170.00

01/23/09 Multiple telephone conferences and e-mails with parties in interest and debtors' professionals regarding case, claims, procedures and related issues
Daniel F. Blanks 2.30 hours at 375.00 per hour. \$862.50

01/23/09 Monitor calls from hot line and revise log of hot line calls
Frances C. Smith 1.60 hours at 215.00 per hour. \$344.00

01/23/09 Correspondence regarding 1/29/2009 hearing agenda
Linda J. Neilson .10 hours at 185.00 per hour. \$18.50

01/23/09 Analysis of creditor telephone hot line (.8); return calls to multiple creditors (1.7); prepare correspondence to claims agent for proofs of claim (.3)
Karen B. Cain 2.80 hours at 195.00 per hour. \$546.00

01/26/09 Review and revise agenda and telephone conferences and e-mails with debtors professionals regarding same (.6); telephone conference and e-mails with debtors professionals regarding assets sales and liquidator issues and telephone conference with government authorities counsel and vendor's counsel regarding same (1.4)
Douglas M. Foley 2.00 hours at 550.00 per hour. \$1,100.00

01/26/09 Finalize and file ordinary course professional
affidavit and e-mails regarding same (.4);
telephone calls from numerous parties regarding
bar date notice and various issues (.9); review
and revise agenda and multiple e-mails
regarding status of various matters (.6);
analyze correspondence (.8)
Sarah B. Boehm 2.70 hours at 450.00 per hour. \$1,215.00

01/26/09 Multiple telephone conferences and e-mails with
creditors and parties in interest regarding
bankruptcy case and other related issues and
analyze issues regarding same and review and
analyze documents regarding same (1.7); e-mails
with in-house counsel regarding former
subsidiary issues and possible claims (.8);
e-mails with equity holders regarding interest
in debtors' estates (.9); multiple telephone
conferences and e-mails with debtors'
professionals regarding post-petition claims
and related issues and develop strategies
regarding same (2.1)
Daniel F. Blanks 5.50 hours at 375.00 per hour. \$2,062.50

01/26/09 Monitor calls from hot line and revise log of
hot line calls
Frances C. Smith 5.30 hours at 215.00 per hour. \$1,139.50

01/27/09 Continue preparation for hearings on 1/29 and
review and finalize pleadings and agenda
Douglas M. Foley 2.90 hours at 550.00 per hour. \$1,595.00

01/27/09 Revise, finalize and file agenda and multiple
calls and e-mails regarding same and status of
various matters (1.3); finalize and file
objection and multiple e-mails regarding same
(.9); e-mails with KCC regarding service
matters (.4); multiple calls and e-mails
regarding ordinary course professional
affidavits (.3); e-mails regarding monthly fee
statements for committee (.3); multiple calls
and e-mails to and from various parties (.8)
Sarah B. Boehm 4.00 hours at 450.00 per hour. \$1,800.00

01/27/09 E-mails with parties and creditors regarding
bankruptcy case and related issues
Daniel F. Blanks .90 hours at 375.00 per hour. \$337.50

01/27/09 Research bankruptcy court docket (.9); analyze filings (1.2); work on case calendar for deadlines (.8); circulate case calendar to professionals (.2); analysis of agenda and comparison with court docket (1.1)
Karen B. Cain 4.20 hours at 195.00 per hour. \$819.00

01/28/09 Continue preparation for omnibus hearings on 1/29 and review and revise agenda and pleadings regarding same
Douglas M. Foley 2.30 hours at 550.00 per hour. \$1,265.00

01/28/09 Revise, finalize and file amended agenda and multiple e-mails regarding same (1.6); handle issues regarding omnibus hearing preparation and multiple calls and e-mails regarding same (1.2); finalize and file affidavits of ordinary course professionals and e-mails regarding same (.5); finalize and file objections and multiple calls and e-mails regarding same (.7); multiple calls and e-mails regarding status of various matters set for hearing and analyze strategy regarding same (1.4); multiple calls and e-mails from various parties and update phone log (1.3)
Sarah B. Boehm 6.70 hours at 450.00 per hour. \$3,015.00

01/28/09 Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review material regarding same
Daniel F. Blanks 1.40 hours at 375.00 per hour. \$525.00

01/28/09 Monitor calls from hot line and revise log of hot line calls (2.9); return hot line calls (2.4)
Frances C. Smith 5.30 hours at 215.00 per hour. \$1,139.50

01/28/09 Research bankruptcy court docket (2.1); analyze filings for hearing and agenda (1.9); prepare amended omnibus hearing agenda (2.9)
Karen B. Cain 6.90 hours at 195.00 per hour. \$1,345.50

01/29/09 Prepare for and attend omnibus hearings
Douglas M. Foley 5.30 hours at 550.00 per hour. \$2,915.00

01/29/09 Prepare for and attend omnibus hearing (4.4);
finalize and file affidavits of service and
e-mails regarding same (.3); multiple calls to
and from various parties (1.4); e-mails
regarding hearing dates (.2); review and
distribute correspondence and original claims
(.7)
Sarah B. Boehm 7.00 hours at 450.00 per hour. \$3,150.00

01/29/09 E-mails and telephone conferences with
creditors and parties in interest regarding
bankruptcy cases and related issues and review
and analyze material regarding same
Daniel F. Blanks 1.30 hours at 375.00 per hour. \$487.50

01/29/09 Return hot line calls
Frances C. Smith 5.80 hours at 215.00 per hour. \$1,247.00

01/29/09 Research court docket for status of hearing
objections (1.1); work on omnibus binders for
professionals (2.1); prepare exhibits to
counter motion for relief from stay (.7);
analysis of filing for hearing and deadline
dates (1.2); update case calendar (.6); attend
omnibus hearing to assist with documents (3.5);
research proofs of claim and forward originals
to claims agent (.8)
Karen B. Cain 10.00 hours at 195.00 per hour. \$1,950.00

01/30/09 Finalize and file affidavits of ordinary course
professionals and affidavits of service and
multiple calls and e-mails regarding same (.8);
finalize and submit assumption and assignment
order and e-mails regarding same (.2); revise
letter regarding service and e-mails with KCC
regarding same (.2); review and distribute
correspondence (.8); multiple calls to and from
various parties (1.1)
Sarah B. Boehm 3.10 hours at 450.00 per hour. \$1,395.00

01/30/09 Multiple telephone conferences and e-mails with
creditors and parties in interest regarding
bankruptcy case and related issues (1.7);
revise letter to 2002 list regarding necessity
of e-mail address and e-mails with KCC
regarding same (.4)
Daniel F. Blanks 2.10 hours at 375.00 per hour. \$787.50

01/30/09 Monitor calls from hot line and revise log of
hot line calls
Frances C. Smith .90 hours at 215.00 per hour. \$193.50

\$214.50

TOTAL FEES	356.4	\$112,715.50
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McGuireWoods Contact D. Hayes

\$220.00

\$1,395.00

\$715.00

\$180.00

\$1,045.00

\$585.00

01/05/09 Review, analyze and file under seal motion papers regarding possible sale transaction (2.2); several telephone conferences and e-mails with banks, chambers and United States Trustee's office and client regarding same and going concern possibilities and analyze issues regarding same (3.8)
Douglas M. Foley 6.00 hours at 550.00 per hour. \$3,300.00

01/05/09 Multiple telephone conference and e-mails with company, FTI, Rothschild, banks and counsel regarding sale motion and related matters (3.6); draft, finalize and file seal motion (1.9); draft correspondence and multiple calls and e-mails with court regarding sale motion (.4); e-mails with KCC regarding service of sale motion and entered order (.4); analyze strategy regarding sale motion (.7); begin draft notice of hearing and analyze issues regarding same (.3)
Sarah B. Boehm 7.30 hours at 450.00 per hour. \$3,285.00

01/06/09 E-mails regarding sale procedures motion and timing of filing same and analyze issues regarding hearing date and notice
Douglas M. Foley 1.40 hours at 550.00 per hour. \$770.00

01/06/09 Draft and revise notice of hearing regarding sale motion and bid procedures
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/07/09 E-mails regarding timing of unsealing sale procedures motion and analyze issues regarding same
Douglas M. Foley 1.20 hours at 550.00 per hour. \$660.00

01/07/09 Analyze issues and multiple calls and e-mails regarding status of sale matters and upcoming hearing regarding same
Sarah B. Boehm 1.30 hours at 450.00 per hour. \$585.00

01/07/09 Multiple e-mails with parties regarding sale procedures and related issues
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

01/08/09 Multiple calls and e-mails regarding sale procedures and related issues (1.4); analyze and revise pleadings regarding same (.9); 341 meeting preparation (.6)
Sarah B. Boehm 2.90 hours at 450.00 per hour. \$1,305.00

01/09/09 Prepare for and attend hearing on sale
procedures motion and several telephone
conferences and e-mails regarding same
Douglas M. Foley 5.50 hours at 550.00 per hour. \$3,025.00

01/09/09 Finalize and file sale pleadings and multiple
calls and e-mails regarding same (.8); prepare
for and attend bid procedures hearing (4.6);
revise and submit order approving bid
procedures (1.7); revise, finalize and file
notice of approval of bid procedures and
multiple calls and e-mails regarding same (.9)
Sarah B. Boehm 8.00 hours at 450.00 per hour. \$3,600.00

01/10/09 E-mails regarding bid procedures with potential
landlord bidders
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

01/11/09 E-mails with landlords regarding possible bid
issues through sale process
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

01/12/09 Multiple calls and e-mails regarding sale
proceedings and auction (2.2); e-mails with KCC
regarding service and posting of sale order
(.6); revise, finalize and file auction and
sale pleadings and multiple calls and e-mails
regarding same (1.3)
Sarah B. Boehm 4.10 hours at 450.00 per hour. \$1,845.00

01/12/09 E-mails with professionals regarding sale and
related issues and strategies
Daniel F. Blanks 1.10 hours at 375.00 per hour. \$412.50

01/13/09 Several telephone conferences and e-mails with
client and debtors professionals and United
States Trustee regarding auction, auction
procedures and timing
Douglas M. Foley 2.80 hours at 550.00 per hour. \$1,540.00

01/13/09 Multiple calls and e-mails regarding auction
and related issues (.8); multiple calls and
e-mails from various parties regarding
potential purchaser notice, cure requirements
and related sale issues (.6); telephone
conference with court regarding hearing dates
(.2); finalize and file auction notice and
multiple calls and e-mails regarding same (1.1)
Sarah B. Boehm 2.70 hours at 450.00 per hour. \$1,215.00

01/13/09	E-mails and telephone conferences with parties regarding sale procedures and process and review and analyze notices and other items regarding same Daniel F. Blanks 2.10 hours at 375.00 per hour.	\$787.50
01/14/09	Prepare for and attend auction processes and procedures in New York and e-mails with debtors professionals and United States Trustee regarding same Douglas M. Foley 8.90 hours at 550.00 per hour.	\$4,895.00
01/14/09	Analyze issues and multiple calls and e-mails regarding status of auction and related sale matters (2.9); participate in telephonic auction (.8); e-mails regarding auction notice (.6) Sarah B. Boehm 4.30 hours at 450.00 per hour.	\$1,935.00
01/14/09	E-mails and telephone conference with debtors' professionals regarding sale procedures Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00
01/15/09	Several telephone conferences and e-mails and participation in auction processes in New York regarding going concern and inventory bids and strategy regarding same (2.9); e-mails and telephone conferences with chambers and United States Trustee regarding status of process and possible adjournment dates (.3) Douglas M. Foley 3.20 hours at 550.00 per hour.	\$1,760.00
01/15/09	Analyze issues and multiple calls and e-mails regarding auction and related issues (1.4); participate in telephonic auction (.5) Sarah B. Boehm 1.90 hours at 450.00 per hour.	\$855.00
01/15/09	Multiple telephone calls and e-mails with parties regarding sale procedure and process and analyze strategies regarding same Daniel F. Blanks 3.30 hours at 375.00 per hour.	\$1,237.50
01/16/09	Revise, finalize and submit order approving agency agreement with liquidator and multiple calls and e-mails regarding same Sarah B. Boehm 1.80 hours at 450.00 per hour.	\$810.00
01/18/09	E-mails with debtors' professionals regarding sale and liquidation procedures and related issues Daniel F. Blanks .50 hours at 375.00 per hour.	\$187.50

01/19/09	Multiple calls and e-mails regarding various matters regarding order approving agency agreement and aircraft sale Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
01/20/09	Analyze aircraft order, submit same to clerk's office and multiple calls and e-mails regarding same (.7); telephone call and e-mails from counsel regarding liquidator issues (.4); telephone call from and e-mail to counsel regarding consignment agreement (.4) Sarah B. Boehm 1.50 hours at 450.00 per hour.	\$675.00
01/21/09	Multiple calls and e-mails regarding liquidation matters Sarah B. Boehm .80 hours at 450.00 per hour.	\$360.00
01/21/09	Telephone conference with counsel regarding possible sale of trademarks and other intellectual property and related issues and e-mails with Skadden regarding same (.7); e-mails with co-counsel and in-house regarding sale of assets and other related issues (.8) Daniel F. Blanks 1.50 hours at 375.00 per hour.	\$562.50
01/22/09	Several e-mails regarding interested buyers of miscellaneous assets Douglas M. Foley .60 hours at 550.00 per hour.	\$330.00
01/22/09	Multiple e-mails regarding amended aircraft sale order (.2); e-mails regarding ecommerce inquiries regarding sale (.2) Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
01/23/09	Multiple calls and e-mails regarding lease and asset sale inquires (.4); multiple calls and e-mails regarding liquidation issues (.5) Sarah B. Boehm .90 hours at 450.00 per hour.	\$405.00
01/23/09	E-mails with co-counsel regarding amended aircraft order and review, analyze and revise order regarding same and submit same to chambers and telephone conference with chambers regarding same Daniel F. Blanks .90 hours at 375.00 per hour.	\$337.50
01/29/09	E-mails with debtors' professionals regarding bankruptcy cases, strategies and 9019 motions regarding January 29, 2009 omnibus hearing Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50

01/30/09 E-mails and telephone conferences with parties
and Rothschild regarding sale and auction of
certain personal property
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	33.9	\$18,645.00
Sarah B. Boehm	\$450.00	43.5	\$19,575.00
Daniel F. Blanks	\$375.00	12.5	\$4,687.50
TOTAL FEES		89.9	\$42,907.50

Re: Corporate Governance
Our File No. 2055557-0040
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/09/09 Participate in a meeting of the executive
committee by conference telephone
Robert L. Burrus Jr. 1.00 hours at 805.00 per hour. \$805.00

01/13/09 Participate in a meeting of the executive
committee by conference telephone
Robert L. Burrus Jr. 1.50 hours at 805.00 per hour. \$1,207.50

01/14/09 Telephone conversation with A. King (.7);
telephone conversation with J. Sellers (.3)
Robert L. Burrus Jr. 1.00 hours at 805.00 per hour. \$805.00

01/15/09 Participate in a meeting of the board of
directors by conference telephone
Robert L. Burrus Jr. 2.00 hours at 805.00 per hour. \$1,610.00

01/16/09 Participate in a meeting of the board of
directors by conference telephone (1.5); meet
with D. Hayes (.3); telephone conversation with
A. King (.3); dictate rough draft of the board
meeting minutes (.4)
Robert L. Burrus Jr. 2.50 hours at 805.00 per hour. \$2,012.50

01/19/09 Participate in a meeting of the board of
directors by conference telephone
Robert L. Burrus Jr. 1.50 hours at 805.00 per hour. \$1,207.50

01/19/09 Draft and revise minutes from January 16, 2009
board meeting and e-mails with debtors'
professionals regarding same
Daniel F. Blanks 1.40 hours at 375.00 per hour. \$525.00

01/20/09 Telephone conversations with A. King (.7);
telephone conversations with A. Slaughter (.3)
Robert L. Burrus Jr. 1.00 hours at 805.00 per hour. \$805.00

01/20/09 Continue drafting and revising board minutes
and draft, revise board resolution and e-mails
with D. Foley and D. Hayes regarding same
Daniel F. Blanks .90 hours at 375.00 per hour. \$337.50

01/21/09 Telephone conversations with A. King
Robert L. Burrus Jr. .50 hours at 805.00 per hour. \$402.50

01/22/09 Telephone conversation with L. Pedowitz (.7);
meet with A. Slaughter (.3)
Robert L. Burrus Jr. 1.00 hours at 805.00 per hour. \$805.00

01/27/09 Telephone conversations with R. Hedgebeth, A.
King and J. Sellers
Robert L. Burrus Jr. 1.00 hours at 805.00 per hour. \$805.00

01/28/09 Meet with D. Hayes, A. Slaughter and J. Sellers
regarding Circuit City issues, including D&O
Insurance
Robert L. Burrus Jr. 1.00 hours at 805.00 per hour. \$805.00

01/29/09 Telephone conversation with R. Hedgebeth (.6);
telephone conversation with B. Karp (.4)
Robert L. Burrus Jr. 1.00 hours at 805.00 per hour. \$805.00

Timekeeper	Rate/HR	Hours	Fees
Robert L. Burrus Jr.	\$805.00	15.0	\$12,075.00
Daniel F. Blanks	\$375.00	2.3	\$862.50
TOTAL FEES		17.3	\$12,937.50

Re: Monthly Operating Reports
Our File No. 2055557-0060
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/13/09 E-mails and telephone conference with K.
Barksdale regarding certain tax issues for the
monthly operating report and analyze issues
regarding same
Daniel F. Blanks 1.10 hours at 375.00 per hour. \$412.50

01/14/09 Multiple calls and e-mails regarding monthly
operating report
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/15/09 Review monthly operating report and multiple
calls and e-mails regarding filing same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/15/09 Review, analyze and file monthly operating
report and e-mails with professionals regarding
same
Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

Timekeeper	Rate/HR	Hours	Fees
Sarah B. Boehm	\$450.00	0.8	\$360.00
Daniel F. Blanks	\$375.00	1.6	\$600.00
TOTAL FEES		2.4	\$960.00

Re: Professional Retention/Fee Applications
Our File No. 2055557-0070
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/05/09 E-mails regarding DJM and Rothschild employment
orders
Sarah B. Boehm .10 hours at 450.00 per hour. \$45.00

01/06/09 Review retention orders regarding DJM and
Rothschild and e-mail same to R. Van Arsdale
regarding endorsement
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

01/08/09 Revise and submit employment orders regarding
Rothschild and DJM and e-mails regarding same
(.3); analyze monthly fee statement and e-mails
regarding same (1.9); finalize and file OCP
affidavit and e-mails regarding same (.3)
Sarah B. Boehm 2.50 hours at 450.00 per hour. \$1,125.00

01/09/09 Revise and finalize monthly fee statement and
correspondence regarding same
Sarah B. Boehm .60 hours at 450.00 per hour. \$270.00

01/12/09	Telephone call from clerk's office regarding ordinary course professional retention affidavits and analyze issues regarding same (.3); analyze issues and draft correspondence regarding monthly fee statements (.9) Sarah B. Boehm 1.20 hours at 450.00 per hour.	\$540.00
01/14/09	E-mail from counsel regarding Rothschild employment order Sarah B. Boehm .10 hours at 450.00 per hour.	\$45.00
01/15/09	E-mails regarding review and approval of UCC professional retention order for Canadian counsel Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
01/15/09	Multiple telephone calls and e-mails with co-counsel and ordinary course professionals regarding protocol for OCP list Daniel F. Blanks .50 hours at 375.00 per hour.	\$187.50
01/16/09	E-mails with UCC professionals regarding review and approval of retention orders Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
01/16/09	E-mails with Rothschild regarding monthly fee statements and fee application procedures (.2); e-mails with E. Zimmer regarding DJM employment order (.1) Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
01/18/09	Review monthly fee statements for committee professionals Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
01/18/09	E-mails with ordinary course professionals regarding filing affidavits and related issues Daniel F. Blanks .40 hours at 375.00 per hour.	\$150.00
01/19/09	E-mails regarding ordinary course affidavits and monthly fee statement of estate professionals Douglas M. Foley .80 hours at 550.00 per hour.	\$440.00
01/20/09	Review and file affidavits of ordinary course professionals regarding employment Daniel F. Blanks .70 hours at 375.00 per hour.	\$262.50
01/21/09	Review, analyze and file ordinary course professional affidavits with court Daniel F. Blanks 1.20 hours at 375.00 per hour.	\$450.00

01/28/09 Review, revise and file affidavits regarding
ordinary course professionals and e-mails with
KCC regarding same
Daniel F. Blanks 1.50 hours at 375.00 per hour. \$562.50

01/30/09 Review, analyze, revise and file affidavits and
declarations for ordinary course professionals
and e-mails with claims and noticing agent
regarding same
Daniel F. Blanks 1.50 hours at 375.00 per hour. \$562.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	1.7	\$935.00
Sarah B. Boehm	\$450.00	5.0	\$2,250.00
Daniel F. Blanks	\$375.00	5.8	\$2,175.00
TOTAL FEES		12.5	\$5,360.00

Re: Automatic Stay
Our File No. 2055557-0090
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/05/09 E-mails with F. Telegadas regarding suggestions
in bankruptcy and letters to counsel regarding
automatic stay and related issues
Daniel F. Blanks .90 hours at 375.00 per hour. \$337.50

01/12/09 E-mails and telephone conferences with client
and debtors professionals regarding application
of automatic stay to various claims and pending
lawsuit
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

01/12/09 Telephone call from and to M. Roberts regarding
automatic stay exceptions and related issues
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/13/09 Review and analyze pleadings relating to lift
stay matters on docket for 1/16/09 hearing
Douglas M. Foley 1.20 hours at 550.00 per hour. \$660.00

01/14/09 Telephone conference with M. Roberts regarding
application of automatic stay to certain
matters pending in New York and analyze
documents regarding same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/14/09	Draft and send letter to claimant asserting claim and pursuing litigation in violation of automatic stay and review material regarding same and telephone conference and e-mails with in-house parties and local counsel in Louisiana Daniel F. Blanks 1.60 hours at 375.00 per hour.	\$600.00
01/15/09	E-mails with M. Roberts and draft language for correspondence regarding bankruptcy filing and automatic stay Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00
01/15/09	Multiple telephone calls and e-mails with in-house corporate and lawyers and regarding actions in violation of the automatic stay and related issues Daniel F. Blanks .90 hours at 375.00 per hour.	\$337.50
01/18/09	E-mails with Funches counsel regarding scope of relief from stay and status going forward in preparation for final hearing on 1/29 Douglas M. Foley .60 hours at 550.00 per hour.	\$330.00
01/19/09	E-mails with Funches counsel regarding lift stay motion and proposed testing schedule on debris relating to Chicago litigation and telephone conference with co-defendants counsel regarding same Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
01/19/09	Analyze issues regarding AOL lift stay motion and e-mails regarding same Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
01/20/09	Review new relief from stay motions filed by Plumchoice and AOL regarding contract termination and review lift stay motions on for 1/29 hearing, including Funches and TomTom Douglas M. Foley 1.40 hours at 550.00 per hour.	\$770.00
01/20/09	Telephone call from counsel regarding lift stay motion and analyze pleadings regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
01/21/09	Review motions for relief from stay and review and analyze insurance policies and e-mails and telephone conferences with in-house lawyers and risk management regarding same Daniel F. Blanks 1.20 hours at 375.00 per hour.	\$450.00

01/22/09	Several telephone conferences and e-mails with lift stay motions regarding status of motions and possible resolutions (.8); telephone conference with client regarding same, Funches final hearing preparation and other stay issues (.7); telephone conference with TomTom counsel and e-mails regarding possible setoff/recoupment resolutions (.8)	Douglas M. Foley	2.30 hours at 550.00 per hour.	\$1,265.00
01/23/09	E-mails and analysis regarding responses and possible resolution of lift stay motions on for 1/29 and 2/13 dockets	Douglas M. Foley	.90 hours at 550.00 per hour.	\$495.00
01/23/09	Analyze issues and e-mail form F. Telegadas regarding status of stayed matter and analyze order regarding same	Sarah B. Boehm	.20 hours at 450.00 per hour.	\$90.00
01/23/09	Review and analyze issues regarding licenses and other issues and enforcement of stay on matters	Daniel F. Blanks	.90 hours at 375.00 per hour.	\$337.50
01/25/09	Review lift stay pleadings by AOL and other parties on for 2/13 and 1/29 docket	Douglas M. Foley	1.60 hours at 550.00 per hour.	\$880.00
01/26/09	Several telephone conferences and e-mails with debtors professionals and opposing counsel and analyze issues relating to motions for relief from stay, including AOL, Platform A, ESI and Funches and prepare for hearings on 1/29 and 2/13	Douglas M. Foley	2.40 hours at 550.00 per hour.	\$1,320.00
01/26/09	Review and analyze motions for relief from stay and e-mails and telephone conferences with debtors' professionals regarding same and analyze issues regarding insurance regarding defenses and strategies	Daniel F. Blanks	.90 hours at 375.00 per hour.	\$337.50
01/27/09	Review and analyze complaints and other actions commenced prepetition or post-petition asserting rights against the debtors' estates and related issues and draft letters and documents regarding same	Daniel F. Blanks	1.80 hours at 375.00 per hour.	\$675.00

01/28/09 Preparation for trial on Funches lift stay matter, including witness, exhibits and stipulations (2.6); telephone conferences and e-mails with opposing counsel and client regarding same (1.3); e-mails with counsel for TomTom lift stay motion and possible stipulations (.7)
Douglas M. Foley 4.60 hours at 550.00 per hour. \$2,530.00

01/28/09 Analyze issues regarding Funches lift stay hearing and multiple calls and e-mails regarding same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/28/09 Review and analyze documents, pleadings, complaints and other actions regarding prepetition and post-petition actions against the debtors' estates and prepare suggestions in bankruptcy and other pleadings regarding same
Daniel F. Blanks 1.80 hours at 375.00 per hour. \$675.00

01/29/09 Review order on Funches matter and e-mails and telephone conference with counsel regarding same (.8); review and analyze new lift stay matters and timing and preparation of responses (.9)
Douglas M. Foley 1.70 hours at 550.00 per hour. \$935.00

01/29/09 Multiple calls and e-mails regarding Funches lift stay order and analyze issues regarding same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/30/09 E-mails regarding Funches order and telephone conference with counsel for city of Chicago regarding hearing (.5); e-mails with counsel for Funches regarding same (.3)
Douglas M. Foley .80 hours at 550.00 per hour. \$440.00

01/30/09 Review motions for relief from stay and e-mails and telephone conferences with counsel and in-house counsel regarding insurance programs and related issues regarding automatic stay
Daniel F. Blanks .90 hours at 375.00 per hour. \$337.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	18.3	\$10,065.00
Sarah B. Boehm	\$450.00	3.0	\$1,350.00
Daniel F. Blanks	\$375.00	10.9	\$4,087.50
TOTAL FEES		32.2	\$15,502.50

Re: Cash Collateral

Our File No. 2055557-0100
Circuit City ContactR. Hedgebeth
McGuireWoods ContactD. Hayes

01/29/09 Telephone conference with B. Matson regarding
DIP and cash collateral issues and payment of
administrative claims
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	0.4	\$220.00
TOTAL FEES		0.4	\$220.00

Re: Credit Cards

Our File No. 2055557-0110
Circuit City ContactR. Hedgebeth
McGuireWoods ContactD. Hayes

01/28/09 E-mails with debtors professionals regarding
Chase issues and administrative claims relating
to credit card agreement
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	0.4	\$220.00
TOTAL FEES		0.4	\$220.00

Re: Executory Contracts

Our File No. 2055557-0140
Circuit City ContactR. Hedgebeth
McGuireWoods ContactD. Hayes

01/02/09 Telephone conference with counsel for MGM and
e-mail regarding executory contract rejection
order
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/06/09 Analyze, finalize and file multiple pleadings
regarding rejection of contracts (.9); e-mails
with KCC regarding service of same (.2)
Sarah B. Boehm 1.10 hours at 450.00 per hour. \$495.00

01/07/09 Draft motion for expedited and shorten notice
and related notices of hearing regarding
Verizon motion (1.1); finalize and file Verizon
motion, expedited motion and related notices
and multiple calls and e-mails regarding same
(1.2)
Sarah B. Boehm 2.30 hours at 450.00 per hour. \$1,035.00

01/09/09 Review, analyze, revise and file various 9019
motions regarding contracts and other matters
and draft and file notices regarding same
Daniel F. Blanks 1.50 hours at 375.00 per hour. \$562.50

01/13/09 Telephone conference and e-mails with IKON
regarding executory contract and related issues
Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

01/20/09 E-mails with consignment vendors and executory
contract parties regarding status of assumption
or rejection and performance post-petition
(1.3)
Douglas M. Foley 1.30 hours at 550.00 per hour. \$715.00

01/21/09 Several telephone conferences and e-mails with
creditors regarding payment of administrative
claims in the ordinary course of business and
issues relating to store closing sales,
including consignment issues and service
providers and analyze same
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

01/22/09 Several telephone conferences and e-mails with
counter-parties to contracts regarding
assumption or rejection in light of liquidation
and timing of same
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

01/26/09 Several telephone conferences and e-mails with
debtors professionals and counter-parties
counsel regarding contract terminations,
consignment issues, statutory lien issues and
review motions and proposed stipulations
regarding same
Douglas M. Foley 1.90 hours at 550.00 per hour. \$1,045.00

01/26/09 Telephone call from counsel regarding
termination and rejection of consignment
agreement and multiple calls and e-mails
regarding same (.5); analyze pleadings filed
regarding same (.4)
Sarah B. Boehm .90 hours at 450.00 per hour. \$405.00

01/28/09 Review and analyze pleadings filed by
counter-parties to executory contracts seeking
to compel assumption or rejection (1.3);
several telephone conferences and e-mails with
opposing counsel regarding same (.5)
Douglas M. Foley 1.80 hours at 550.00 per hour. \$990.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	6.8	\$3,740.00
Sarah B. Boehm	\$450.00	4.6	\$2,070.00
Daniel F. Blanks	\$375.00	2.0	\$750.00
TOTAL FEES		13.4	\$6,560.00

Re: Litigation
Our File No. 2055557-0150
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/02/09 Revise Greystone motion to dismiss and multiple
e-mails regarding same
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/04/09 Review and revise Greystone motion to dismiss
constructive trust complaint
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

01/04/09 Analyze Greystone motion to dismiss and e-mails
regarding same
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/08/09 Revise, finalize, file and serve motion to
dismiss Greystone complaint
Sarah B. Boehm .80 hours at 450.00 per hour. \$360.00

01/09/09 E-mails regarding Greystone motion to dismiss
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

01/13/09 E-mails with opposing counsel regarding various
litigation matters on 1/16/09 hearing,
including Greystone and TomTom and analyze
issues regarding same
Douglas M. Foley 1.90 hours at 550.00 per hour. \$1,045.00

01/13/09 Analyze issues regarding Greystone
confidentiality agreement and e-mails regarding
same
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/14/09 Analyze issues regarding TomTom and sealing
exhibit (.4); e-mails regarding Greystone
confidentiality agreement and related issues
regarding pretrial (.3)
Sarah B. Boehm .70 hours at 450.00 per hour. \$315.00

01/21/09 E-mails with counsel regarding confidentiality
agreement and insurance policy
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/23/09 Mad Rhino - Review proposed dismissal order and
e-mail from plaintiffs' attorney (.1); draft
e-mail to debtors' professionals and client
regarding proposed dismissal order (.1)
Howard Feller .20 hours at 575.00 per hour. \$115.00

01/23/09 E-mails and telephone conferences with in-house
parties regarding pending litigation matters
and review and analyze Old Republic insurance
policies regarding same (1.8); e-mails with
counsel for party regarding relief from stay
regarding Old Republic insurance coverage
issues (.5)
Daniel F. Blanks 2.30 hours at 375.00 per hour. \$862.50

01/26/09 Mad Rhino - Prepare e-mail regarding settlement
of case and dismissal order (.1); e-mails to
and from M. Roberts (.1); draft e-mail to
plaintiff's attorney (.1)
Howard Feller .30 hours at 575.00 per hour. \$172.50

01/26/09 Analyze settlement proposal and e-mails
regarding Greystone
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

01/28/09 VISA case CID - Review correspondence from
VISA's attorney (.1); telephone conference with
VISA's attorney (.1)
Howard Feller .20 hours at 575.00 per hour. \$115.00

01/29/09 VISA case CID - Review e-mail from VISA's
attorney
Howard Feller .10 hours at 575.00 per hour. \$57.50

01/30/09 E-mails with opposing counsel regarding
Greystone complaint and briefing schedule
stipulation
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

Timekeeper	Rate/HR	Hours	Fees
Howard Feller	\$575.00	0.8	\$460.00
Douglas M. Foley	\$550.00	3.1	\$1,705.00

Sarah B. Boehm	\$450.00	3.1	\$1,395.00
Daniel F. Blanks	\$375.00	2.3	\$862.50
TOTAL FEES		9.3	\$4,422.50

Re: Vendor Matters

Our File No. 2055557-0170
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/21/09 E-mails regarding status of various contracts
in context of liquidation sales and analyze
issues regarding same
Douglas M. Foley .70 hours at 550.00 per hour. \$385.00

01/27/09 Multiple e-mails regarding Alliance and analyze
strategy regarding same
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/28/09 Several telephone conferences and e-mails
regarding resolution of Alliance issues and
delivery of goods (.8); review and revise
stipulation regarding same (.7)
Douglas M. Foley 1.50 hours at 550.00 per hour. \$825.00

01/29/09 Several telephone conferences and e-mails
regarding resolution of Alliance issues and
review and revise stipulation regarding same
Douglas M. Foley 1.90 hours at 550.00 per hour. \$1,045.00

01/30/09 E-mails regarding status of Alliance
stipulation and finalization of same
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

01/30/09 Revise, finalize and submit Alliance
stipulation and multiple calls and e-mails
regarding same
Sarah B. Boehm .70 hours at 450.00 per hour. \$315.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	4.5	\$2,475.00
Sarah B. Boehm	\$450.00	1.0	\$450.00
TOTAL FEES		5.5	\$2,925.00

Re: Real Estate

Our File No. 2055557-0180
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/02/09 Analyze notice of expedited hearing regarding motion to compel payment of rent and e-mails regarding same (.3); review motion to reconsider and notice of appeal regarding stub rent and e-mails regarding same (.4)
Sarah B. Boehm .70 hours at 450.00 per hour. \$315.00

01/05/09 Sale of Baltimore, MD Property - Telephone calls to and from D. Miller
Edmund S. Pittman .10 hours at 450.00 per hour. \$45.00

01/05/09 Dallas Service Center Lease - E-mails to and from T. Maroney regarding status of lease (.1); e-mails to broker on same(.1); review open issues on lease (.3)
Edmund S. Pittman .50 hours at 450.00 per hour. \$225.00

01/05/09 Analyze issues regarding Dallas lease and multiple e-mails regarding same (.2); e-mails regarding status of expedited hearing on motion to compel (.2); multiple calls and e-mails to and from counsel for landlord regarding motion to assume (.4)
Sarah B. Boehm .80 hours at 450.00 per hour. \$360.00

01/06/09 Dallas Service Center Lease - Conference call with P. Silver and T. Maroney regarding open issues (.5); revise lease (3.0); e-mail to C. Florence regarding insurance provisions (.2); conference call with landlord, landlord's counsel, P. Silver and T. Maroney (.9); conference call with T. Maroney and D. Miller regarding open issues (.2)
Edmund S. Pittman 4.80 hours at 450.00 per hour. \$2,160.00

01/06/09 E-mails regarding status of motion for expedited on motion to compel rent payment (.2); telephone conference with counsel regarding same (.2); analyze, finalize and file multiple pleadings regarding rejection of real estate leases (.8); e-mails with KCC regarding service of same (.3)
Sarah B. Boehm 1.50 hours at 450.00 per hour. \$675.00

01/07/09 Sale of Baltimore, MD Property - Work on draft contract
Edmund S. Pittman .60 hours at 450.00 per hour. \$270.00

01/07/09 Dallas Service Center Lease - Mark up insurance provisions and other sections of lease (.6); e-mails to and from landlord's counsel (.1); e-mail to T. Maroney (.1); e-mail to and from D. Miller forwarding draft of lease (.1)
Edmund S. Pittman .90 hours at 450.00 per hour. \$405.00

01/07/09 Analyze issues regarding stub rent findings of fact and conclusions of law
Sarah B. Boehm .60 hours at 450.00 per hour. \$270.00

01/08/09 Sale of Baltimore, MD Property - Work on sale agreement
Edmund S. Pittman .80 hours at 450.00 per hour. \$360.00

01/08/09 Dallas Service Center Lease - Review e-mail from T. Maroney regarding execution of lease prior to bankruptcy approval (.1); review revised lease (.8); e-mails to C. Florence regarding insurance (.2); e-mail open issues to landlord's counsel (.2); telephone call with T. Maroney regarding open issues (.2)
Edmund S. Pittman 1.50 hours at 450.00 per hour. \$675.00

01/09/09 Dallas Service Center Lease - Telephone call from landlord's counsel regarding comments on open business issues (.2); e-mails to and from landlord's counsel (.1); e-mails to and from C. Florence regarding insurance issues (.2)
Edmund S. Pittman .50 hours at 450.00 per hour. \$225.00

01/09/09 Sale of Baltimore, MD Property - Work on draft contract (2.6); e-mails to and from D. Miller (.2)
Edmund S. Pittman 2.80 hours at 450.00 per hour. \$1,260.00

01/12/09 Review pleadings and issues relating to stub rent motion to reconsider and e-mails with landlord's counsel and debtors professionals regarding same (.9); telephone conferences with landlord counsel regarding auction with respect to leases (.4)
Douglas M. Foley 1.30 hours at 550.00 per hour. \$715.00

01/12/09 Dallas Service Center Lease - Review e-mail from P. Silver regarding status update (.1); revise lease (.5); e-mail to T. Maroney (.1)
Edmund S. Pittman .70 hours at 450.00 per hour. \$315.00

01/13/09	Dallas Service Center Lease - E-mails to and from T. Maroney (.1); e-mails to and from P. Silver (.1)	Edmund S. Pittman	.20 hours at 450.00 per hour.	\$90.00
01/13/09	Analyze issues regarding landlord motion to reconsider stub rent (.3); e-mails regarding transcript from omnibus hearing on stub rent (.2)	Sarah B. Boehm	.50 hours at 450.00 per hour.	\$225.00
01/13/09	Telephone conferences with landlords regarding sale procedures and e-mails with K. Grant regarding same	Daniel F. Blanks	.80 hours at 375.00 per hour.	\$300.00
01/13/09	Research regarding appeals (1.2); draft e-mail summarizing research regarding appeals (.3)	Lori Michelle Scott	1.50 hours at 295.00 per hour.	\$442.50
01/14/09	Review, revise and file reply brief on motion to reconsider stub rent issues	Douglas M. Foley	.70 hours at 550.00 per hour.	\$385.00
01/14/09	Sale of Baltimore, MD Property - Telephone call from D. Miller (.2); revise purchase contract (.5); e-mail to D. Miller (.1)	Edmund S. Pittman	.80 hours at 450.00 per hour.	\$360.00
01/20/09	Several telephone conferences and e-mails with landlord counsel regarding status of lease assumption, rejection and conduct of GOB sales and processes regarding same (.6); e-mails with debtors professionals and landlord counsel regarding findings and conclusions on stub rent issue (.4)	Douglas M. Foley	1.00 hours at 550.00 per hour.	\$550.00
01/20/09	Sale of Baltimore, MD Property - E-mails to and from purchaser's counsel regarding comments on draft contract (.2); e-mails to and from D. Miller and J. Avallone regarding sale process and closure letter (.2)	Edmund S. Pittman	.40 hours at 450.00 per hour.	\$180.00
01/20/09	Telephone calls with landlords and prospective purchasers regarding locations and e-mails with co-counsel and DJM regarding same	Daniel F. Blanks	1.20 hours at 375.00 per hour.	\$450.00

01/21/09 Review and analyze proposed findings and conclusions on stub rent issue and 365(d)(3) and e-mails with landlord counsel and co-counsel regarding same (.8); several telephone conference and e-mails with landlords regarding lease disposition protocol (.7); analyze issues regarding timing of filing motion relating to sale real estate assets (.6)
Douglas M. Foley 2.10 hours at 550.00 per hour. \$1,155.00

01/21/09 Sale of Baltimore, MD Property - Review e-mails from purchaser's counsel (.1); telephone call from J. Avallone (.1)
Edmund S. Pittman .20 hours at 450.00 per hour. \$90.00

01/21/09 Analyze issues and multiple calls and e-mails regarding Dallas distribution center (.2); multiple calls regarding interest in various leases and e-mails to DJM regarding same (.5)
Sarah B. Boehm .70 hours at 450.00 per hour. \$315.00

01/22/09 E-mails regarding finalization of stub rent order (.4); telephone conference and e-mails with debtors professionals and Cole Kennesaw counsel regarding orders on rejection and compelling payment issues and telephone conference with chambers regarding same (.9)
Douglas M. Foley 1.30 hours at 550.00 per hour. \$715.00

01/22/09 Sale of Baltimore, MD Property - Review proposed changes and edits to purchase contract by purchaser's counsel (.9); e-mail to C. Crowe, D. Millar and J. Avallone regarding same (.3); e-mails to and from K. Jamerson regarding environmental letter (.1)
Edmund S. Pittman 1.30 hours at 450.00 per hour. \$585.00

01/22/09 Multiple calls and e-mails regarding various leases (.8); analyze stub rent findings of fact and multiple calls and e-mails regarding submitting same (.6)
Sarah B. Boehm 1.40 hours at 450.00 per hour. \$630.00

01/23/09 E-mails regarding payment and reconciliation of rent claims and matters on docket for 1/29 and 2/13
Douglas M. Foley .80 hours at 550.00 per hour. \$440.00

01/26/09 Several telephone conferences and e-mails with
landlord and sublessee counsel regarding
matters on hearing on 1/29 and 2/13 and payment
of rent and status of rejection of leases
Douglas M. Foley 1.30 hours at 550.00 per hour. \$715.00

01/27/09 Sale of Baltimore, MD Property - Telephone call
from J. Avallone (.1); e-mail to Circuit City's
counsel that handled original acquisition by
Circuit City regarding closure letter (.2);
e-mails to and from J. Avallone regarding
revised purchase contract (.1); revise purchase
contract (1.9); e-mail to buyer's counsel (.1)
Edmund S. Pittman 2.40 hours at 450.00 per hour. \$1,080.00

01/28/09 Sale of Baltimore, MD Property - Review e-mail
from buyer's counsel
Edmund S. Pittman .10 hours at 450.00 per hour. \$45.00

01/29/09 Review e-mails from D. Miller regarding
contract issues (.2); telephone calls to J.
Thornhill regarding process and timing for
obtaining closure letter (.2); e-mail to D.
Miller (.2); e-mails to and from J. Avallone
(.1); review e-mail from buyer's counsel
regarding comments on purchase contract (2.);
e-mail to buyer's counsel regarding same (.4)
Edmund S. Pittman 1.30 hours at 450.00 per hour. \$585.00

01/30/09 Sale of Baltimore, Maryland Store - Follow-up
relating to environmental closure letters
Edmund S. Pittman .10 hours at 450.00 per hour. \$45.00

01/30/09 E-mails with K. Grant and parties regarding
landlord disputes
Daniel F. Blanks .40 hours at 375.00 per hour. \$150.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	8.5	\$4,675.00
Edmund S. Pittman	\$450.00	20.0	\$9,000.00
Sarah B. Boehm	\$450.00	6.2	\$2,790.00
Daniel F. Blanks	\$375.00	2.4	\$900.00
Lori Michelle Scott	\$295.00	1.5	\$442.50
TOTAL FEES		38.6	\$17,807.50

Re: Reclamation Matters
Our File No. 2055557-0200
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/21/09 Analyze reclamation demands and correspondence
regarding same
Sarah B. Boehm .80 hours at 450.00 per hour. \$360.00

01/22/09 Analyze reclamation demands and chart regarding
same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/30/09 Review correspondence regarding reclamation
demand
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$450.00	1.4	\$630.00
TOTAL FEES		1.4	\$630.00

Re: Utilities Matters
Our File No. 2055557-0210
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/02/09 E-mails with debtors' professionals regarding
utilities' appeals and related issues
Daniel F. Blanks .40 hours at 375.00 per hour. \$150.00

01/07/09 E-mails with and telephone call to W. White
regarding supplemental utility order
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/08/09 Analyze supplemental order and e-mails
regarding same
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

01/12/09 Finalize and file appellee designation and
draft related correspondence
Sarah B. Boehm .60 hours at 450.00 per hour. \$270.00

01/12/09 Draft designations of record and compile
documents regarding same
Daniel F. Blanks .70 hours at 375.00 per hour. \$262.50

01/14/09 Analyze issues and e-mails regarding utilities
appeal and supplemental order carving out
utilities
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/20/09 Analyze supplemental order and issues regarding
status of appeal and e-mails regarding same
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

01/26/09 E-mails regarding utility issues and status of
payments
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

01/26/09 Multiple telephone conferences and e-mails with
debtors' professionals and counsel for
utilities regarding utility order and related
issues
Daniel F. Blanks 1.10 hours at 375.00 per hour. \$412.50

01/29/09 E-mails regarding utility appeal and letter
agreements
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	0.3	\$165.00
Sarah B. Boehm	\$450.00	1.9	\$855.00
Daniel F. Blanks	\$375.00	2.2	\$825.00
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	TOTAL FEES	4.4	\$1,845.00

Re: Insurance Matters

Our File No. 2055557-0230
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/19/09 E-mails with client regarding workers
compensation insurance practices and protocol
relating to wind-down processes
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

01/21/09 E-mails regarding workers compensation
insurance and potential draws on letters of
credit and protocol going forward
Douglas M. Foley .50 hours at 550.00 per hour. \$275.00

01/21/09 E-mails regarding Old Republic and telephone
call to counsel regarding same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/21/09 E-mails and telephone conferences with in-house
lawyers and risk management regarding insurance
coverage issues and available insurance
policies and multiple related issues
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

01/22/09 Multiple calls and e-mails regarding Old Republic and related matters
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/23/09 Handle issues regarding Old Republic and multiple calls and e-mails regarding same
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/25/09 E-mails regarding Old Republic insurance stipulation
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

01/26/09 E-mails with client and debtors professionals regarding insurance coverage issues and proposed stipulation relating to Old Republic and letters of credit draw
Douglas M. Foley .70 hours at 550.00 per hour. \$385.00

01/26/09 Analyze stipulation from Old Republic and e-mails regarding same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/28/09 Telephone conference and e-mails with debtors professionals and client regarding insurance issue with Old Republic and issues relating to green island proposal (.9); review form of stipulation regarding Old Republic letters of credit and analyze issues regarding same (.4)
Douglas M. Foley 1.30 hours at 550.00 per hour. \$715.00

01/28/09 Multiple calls and e-mails regarding Old Republic
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/28/09 E-mails with debtors' professionals regarding insurance coverage and review policies
Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

01/30/09 Review policies and multiple e-mails regarding same
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/30/09 E-mails with in-house counsel regarding insurance programs and review internal summaries regarding insurance programs
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	2.8	\$1,540.00
Sarah B. Boehm	\$450.00	2.3	\$1,035.00
Daniel F. Blanks	\$375.00	1.9	\$712.50

TOTAL FEES 7.0 \$3,287.50

Re: Tax Matters

Our File No. 2055557-0240
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/02/09	Review correspondence from IRS appeals officer (.2); analysis on impact of bankruptcy filing on pending Circuit City filed tax protests before appeals office on proposed audit adjustments (2.1) Craig D. Bell 2.30 hours at 530.00 per hour.	\$1,219.00
01/05/09	Analysis on IRS appeals hearing issues Craig D. Bell 2.60 hours at 530.00 per hour.	\$1,378.00
01/05/09	E-mails with parties regarding payment and nonpayment of business licenses and other related items Daniel F. Blanks .60 hours at 375.00 per hour.	\$225.00
01/07/09	E-mails with S. Ash regarding Michigan tax issues and related questions Daniel F. Blanks .40 hours at 375.00 per hour.	\$150.00
01/09/09	Telephone conference with S. Ash regarding tax issues and other related items and research issues regarding same Daniel F. Blanks .90 hours at 375.00 per hour.	\$337.50
01/12/09	E-mails with client regarding payments on certain taxes Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
01/12/09	E-mails with S. Ash regarding certain tax issues and analyze issues regarding same Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00
01/13/09	E-mails with tax department regarding taxing authorities' abilities to offset or recoup certain tax claims and other related issues and research issues regarding same Daniel F. Blanks 1.20 hours at 375.00 per hour.	\$450.00
01/14/09	Telephone conference with F. Telegadas and S. Ash regarding certain tax claims and other issues and analyze issues regarding same Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00

01/20/09 E-mails and telephone calls with tax department
regarding tax issues and strategies and review
correspondence from taxing authorities
regarding issues
Daniel F. Blanks 1.90 hours at 375.00 per hour. \$712.50

01/21/09 E-mails and telephone conference with client
regarding status of tax claim resolution and
wind-down processes relating thereto
Douglas M. Foley .60 hours at 550.00 per hour. \$330.00

01/22/09 Analysis of bankruptcy filing on pending IRS
appeals hearings (1.2); review e-mail input to
client (.2)
Craig D. Bell 1.40 hours at 530.00 per hour. \$742.00

01/22/09 E-mails and telephone conferences with taxing
authorities regarding outstanding taxes and
certain related issues
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

01/27/09 Multiple e-mails and telephone conferences with
in-house parties in tax department regarding
strategies and related issues regarding taxes
and research issues regarding same
Daniel F. Blanks 3.20 hours at 375.00 per hour. \$1,200.00

01/28/09 Draft memorandum regarding property taxes and
reservations of rights to accompany returns and
research issues regarding same (1.3); multiple
questions regarding offsets and related issues
with in-house tax department (.8)
Daniel F. Blanks 2.10 hours at 375.00 per hour. \$787.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	0.9	\$495.00
Craig D. Bell	\$530.00	6.3	\$3,339.00
Daniel F. Blanks	\$375.00	12.7	\$4,762.50
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	TOTAL FEES	19.9	\$8,596.50

Re: Claims Administration
Our File No. 2055557-0250
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/05/09 E-mails with F. Telegadas regarding Melnick settlement and review materials regarding same (.4); prepare for and participate in telephone conference with risk management and F. Telegadas regarding various claims and issues and review multiple documents regarding same (1.2)
Daniel F. Blanks 1.60 hours at 375.00 per hour. \$600.00

01/06/09 Telephone conference with C. Jones regarding motion by class participants to file single proof of claim and analyze issues regarding same
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/12/09 Analyze order and e-mails with counsel regarding class proof of claim (.2); telephone conference with counsel and e-mail regarding SDI Technologies claim (.3)
Sarah B. Boehm .50 hours at 450.00 per hour. \$225.00

01/13/09 E-mails with F. Telegadas regarding certain customer claims and related issues
Daniel F. Blanks .40 hours at 375.00 per hour. \$150.00

01/15/09 Analyze issues and stipulation regarding PBGC claims
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/20/09 E-mails with creditors counsel and review stipulations regarding protocol for filing class proofs of claim and consolidated claims
Douglas M. Foley .80 hours at 550.00 per hour. \$440.00

01/20/09 E-mail from counsel regarding class proof of claim and analyze pleadings regarding same
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/20/09 E-mails with creditor regarding claim for damaged goods and e-mails with liquidator regarding same
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

01/21/09 Analyze possible claim objection issues relating to 503(b)(9) claims and e-mails with debtors professionals and client regarding same
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

01/21/09 Analyze various issues regarding claims and multiple calls and e-mails regarding same
Sarah B. Boehm .90 hours at 450.00 per hour. \$405.00

01/22/09 E-mails regarding late claim stipulation and group claim stipulation before bar date (.5); review possible claim objections, including 503(b)(9) issues (.8)
Douglas M. Foley 1.30 hours at 550.00 per hour. \$715.00

01/22/09 Analyze pleading and e-mails regarding class proof of claim (.1); review original proofs of claim and e-mail to KCC regarding same (.3); analyze correspondence regarding SDI claim and e-mails regarding same (.2)
Sarah B. Boehm .60 hours at 450.00 per hour. \$270.00

01/22/09 Review and analyze 503(b)(9) claims and analyze defenses regarding same
Daniel F. Blanks 2.10 hours at 375.00 per hour. \$787.50

01/22/09 Draft and revise stipulation allowing joint proof of claim of certain governmental entity and analyze issues regarding same and e-mails regarding same
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

01/26/09 Analyze stipulation and e-mails regarding Canadian subsidiaries claim stipulation
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

01/26/09 Multiple telephone conferences and e-mails with PBGC and review, analyze and revise proof of claim for consolidation of claim by PBGC and file same with Bankruptcy Court and related issues
Daniel F. Blanks 1.10 hours at 375.00 per hour. \$412.50

01/27/09 Multiple calls and e-mails regarding Canadian subsidiary claim stipulation and analyze motion and stipulation regarding same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

01/30/09 Analyze claims filed by certain creditors and e-mails with debtors' professionals regarding same
Daniel F. Blanks .70 hours at 375.00 per hour. \$262.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	3.0	\$1,650.00
Sarah B. Boehm	\$450.00	3.6	\$1,620.00
Daniel F. Blanks	\$375.00	7.1	\$2,662.50
TOTAL FEES		13.7	\$5,932.50

Re: Employee Benefits/Pensions
Our File No. 2055557-0280
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/06/09	Telephone call from counsel and analyze issues regarding WARN Act Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
01/09/09	Review defined contribution plan proposed domestic relations order (.5); review defined benefit plan proposed domestic relations order (.6) Dorothy J. Hannan 1.10 hours at 245.00 per hour.	\$269.50
01/12/09	Review submitted QDROs for compliance regarding defined benefit pension plan participant Elizabeth A. Diller .70 hours at 275.00 per hour.	\$192.50
01/12/09	Draft letter to parties regarding proposed domestic relations order for defined benefit plan (1.4); draft letter to parties regarding proposed domestic relations order for defined contribution plan (.7); draft e-mail response to S. Loyd at Circuit City (.3) Dorothy J. Hannan 2.40 hours at 245.00 per hour.	\$588.00
01/12/09	Begin review of domestic relations order for the defined benefit plan sent by S. Loyd Dorothy J. Hannan .90 hours at 245.00 per hour.	\$220.50
01/13/09	Review proposed QDRO for compliance regarding defined benefit plan per request of S. Loyd Elizabeth A. Diller .90 hours at 275.00 per hour.	\$247.50
01/14/09	Draft letter to parties regarding proposed domestic relations order for retirement plan received from S. Loyd (1.2); draft e-mail response to S. Loyd regarding same (.2) Dorothy J. Hannan 1.40 hours at 245.00 per hour.	\$343.00
01/26/09	Review certified QDRO for compliance per request of S. Loyd and e-mail response Elizabeth A. Diller .30 hours at 275.00 per hour.	\$82.50
01/26/09	Review and prepare letter to parties regarding court entered domestic relations order for the defined benefit retirement plan (.5); prepare e-mail transmittal letter to S. Loyd (.2) Dorothy J. Hannan .70 hours at 245.00 per hour.	\$171.50

01/27/09 Review amended proposed QDRO for compliance
Elizabeth A. Diller .50 hours at 275.00 per hour. \$137.50

01/27/09 Prepare letter to parties regarding proposed
domestic relations order for defined benefit
plan (1.0); prepare e-mail response to S. Loyd
regarding same (.2)
Dorothy J. Hannan 1.20 hours at 245.00 per hour. \$294.00

01/29/09 Review domestic relations order for 401(k) plan
(.4); draft response letter to parties (.4);
follow-up with draft e-mail response to Y.
Harris (.2)
Dorothy J. Hannan 1.00 hours at 245.00 per hour. \$245.00

Timekeeper	Rate/HR	Hours	Fees
Sarah B. Boehm	\$450.00	0.3	\$135.00
Elizabeth A. Diller	\$275.00	2.4	\$660.00
Dorothy J. Hannan	\$245.00	8.7	\$2,131.50
TOTAL FEES		11.4	\$2,926.50

Re: Intellectual Property Matters
Our File No. 2055557-0310
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

01/05/09 Receive and review correspondence from Canadian
agent regarding oppositions related to Circuit
City's applications for the marks VERGE and
VERGE & Design (.2); review trademark
preclearance report for the mark VUE (1.5);
Douglas B. Smith 1.70 hours at 295.00 per hour. \$501.50

01/05/09 Conference with D. Smith regarding trademark
update for board book
Zachary D. Cohen .20 hours at 250.00 per hour. \$50.00

01/06/09 Conference call with D. Ramsey regarding the
mark SENS (.1); send D. Ramsey goods
description for SENS (.1); receive and review
Circuit City quarterly trademark report and
forward to D. Ramsey (.1)
Douglas B. Smith .30 hours at 295.00 per hour. \$88.50

01/06/09 Conference with D. Smith regarding trademark update for board book (.2); review all activity on trademarks from December 1 2007 to present (4.0); e-mails with D. Smith and K. Gokey regarding same (.4)
Zachary D. Cohen 4.60 hours at 250.00 per hour. \$1,150.00

01/07/09 Receive and review office action for the mark THE SOURCE BY CIRCUIT CITY (.1); receive and review response to office action for the mark THE SOURCE BY CIRCUIT CITY & Design (.1)
Douglas B. Smith .20 hours at 295.00 per hour. \$59.00

01/13/09 Review and finalize letter to client enclosing power of attorney for Circuit City trademark applications in China
Douglas B. Smith .10 hours at 295.00 per hour. \$29.50

01/13/09 Conference with Z. Cohen (.1); review file for opposition filing date in China (2005598-0544) (.1); report results to Z. Cohen (.1)
Pamela B. Philipp .30 hours at 150.00 per hour. \$45.00

01/13/09 Create fourth quarter FY 2008 Circuit City Stores West Coast, Inc. trademark issues list and review files regarding same (3.1); conference with P. Philipp and K. Gokey regarding opposition filing date for Circuit City in China (.5)
Zachary D. Cohen 3.60 hours at 250.00 per hour. \$900.00

01/14/09 Conference with D. Smith regarding trademark update project (.2); review trademark challenges list (.5); review and revise fourth quarter FY 2008 critical issues list (1.7); create first quarter FY 2009 trademark critical issues list (1.5)
Zachary D. Cohen 3.90 hours at 250.00 per hour. \$975.00

01/15/09 Assist Z. Cohen with trademark research
Pamela B. Philipp .60 hours at 150.00 per hour. \$90.00

01/15/09 Review and revise fourth quarter FY 2008 and first quarter FY 2009 trademark critical issues list (1.2); create second quarter FY 2009 trademark critical issues list (1.0); conference with P. Philipp regarding trademark review (.2)
Zachary D. Cohen 2.20 hours at 250.00 per hour. \$550.00

01/16/09 Create trademark critical issues list for third
quarter FY 2009
Zachary D. Cohen 1.40 hours at 250.00 per hour. \$350.00

01/26/09 E-mails regarding Circuit City trademark agent
bills
Douglas B. Smith .10 hours at 295.00 per hour. \$29.50

01/29/09 E-mails regarding bill for trademarks in Canada
(.1); contact D. Ramsey and agent (.3)
Douglas B. Smith .40 hours at 295.00 per hour. \$118.00

01/30/09 E-mails with S. Gordon of InterTan regarding
assignment of InterTan marks
Douglas B. Smith .20 hours at 295.00 per hour. \$59.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas B. Smith	\$295.00	3.0	\$885.00
Zachary D. Cohen	\$250.00	15.9	\$3,975.00
Pamela B. Philipp	\$150.00	0.9	\$135.00
TOTAL FEES		19.8	\$4,995.00

Disbursements and Other Expenses:

Copy Charges	\$1,181.60
CourtLink Research	\$41.25
Pacer Research	\$32.16
Long Distance Telephone Charges	\$89.77
12/08/08 AMERICAN EXPRESS - NEXXTECH (Ser. Nol 78/612,071) - Fifth request for extension of time to file a statement of use	\$1,350.00
01/05/09 LINDA J. NEILSON - Travel to Richmond for hearing 12/21-12/22/08; room, meals, parking, mileage	\$306.16
01/07/09 DOUGLAS M. FOLEY - Travel to Richmond for meetings to prepare for and to attend hearing 01/04-01/06/09; room, mileage	\$466.49
01/07/09 THOMSON & THOMSON - VUE - Full Thomson search report	\$484.50
01/08/09 SARAH B. BOEHM - Round trip Bankruptcy Court Shuttle for hearing 12/22/08	\$720.00
01/08/09 COOK & WILEY, INC. - Professional services rendered	\$1,152.00
01/09/09 GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 01/09/2009	\$394.56
01/09/09 FedEx Priority Overnight/Int'l Priority to Henrico, VA - Tracking #: 981737501082	\$7.99
01/09/09 DOUGLAS M. FOLEY - Travel to Richmond for hearings 01/08-01/09/09; room, mileage, parking	\$259.67

01/09/09	FedEx Priority Overnight/Int'l Priority to Henrico, VA - Tracking #: 981737501120	\$7.99
01/09/09	FedEx Priority Overnight/Int'l Priority to Richmond, VA - Tracking #: 981737501108	\$7.99
01/09/09	FedEx Priority Overnight/Int'l Priority to Los Angeles, CA - Tracking #: 981737501119	\$15.04
01/09/09	FedEx Priority Overnight/Int'l Priority to Wilmington, DE - Tracking #: 981737501093	\$7.99
01/12/09	FedEx Priority Overnight/Int'l Priority to Richmond, VA - Tracking #: 981737501450	\$7.99
01/12/09	FedEx Priority Overnight/Int'l Priority to Wilmington, DE - Tracking #: 981737501461	\$7.99
01/12/09	FedEx Priority Overnight/Int'l Priority to Los Angeles, CA - Tracking #: 981737501440	\$15.04
01/12/09	FedEx Priority Overnight/Int'l Priority to Henrico, VA - Tracking #: 981737501472	\$7.99
01/12/09	FedEx Priority Overnight/Int'l Priority to Henrico, VA - Tracking #: 981737501483	\$7.99
01/13/09	RESTAURANTEUR, INC. - Lunches for Circuit City meeting - 1/9/09	\$308.03
01/14/09	BIZPORT DOCUMENT SERVICES - Dedicated car from MWRichmond to Circuit City - 12/10/08	\$36.96
01/15/09	SARAH B. BOEHM - Court shuttle service for attoeneys and files to court for hearing 01/09/09	\$720.00
01/16/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 01/16/2009	\$15.37
01/16/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 01/16/2009	\$1,508.06
01/16/09	BOCCA CUCINA ITALIANA - Lunch ordered on September 5, 2008 for attorney R. Burrus	\$70.31
01/21/09	SARAH B. BOEHM - Working dinner for team 01/15/09	\$85.00
01/21/09	DANIEL F. BLANKS - Travel to Richmond for hearing and sales motion 01/15-01/16/09; room, meals, mileage	\$296.87
01/21/09	DOUGLAS M. FOLEY - Travel to NY to Skadden office 01/14/09, Richmond for hearing 01/14-01/16/09; airfare, room, phone, mileage, cab fares, parking	\$1,687.25
01/21/09	SARAH B. BOEHM - Working lunch for Skadden and McGuireWoods 01/16/09	\$98.30
01/22/09	COOK & WILEY, INC. - Professional services rendered	\$187.55
01/22/09	J&J COURT TRANSCRIBERS, INC. - Professional services rendered	\$859.10
01/22/09	CLERK OF COURT 19TH JDC - Building fund fee and notice	\$30.00
01/23/09	FedEx Priority Overnight/Int'l Priority to El Segundo, CA - Tracking #: 981737505099	\$17.79
01/23/09	COOK & WILEY, INC. - Professional services rendered	\$515.70

01/27/09	BIZPORT DOCUMENT SERVICES - Rush bike from	\$8.00
	MWRichmond to US Bankruptcy Court - 1/14/09	
01/28/09	FedEx Priority Overnight/Int'l Priority to	\$15.08
	Pembroke, MA - Tracking #: 986584516639	
01/29/09	FedEx Priority Overnight/Int'l Priority to El	\$17.79
	Segundo, CA - Tracking #: 981737506978	
TOTAL EXPENSES		<u>\$13,049.32</u>

Summary of Fees and Expenses:

Total Fees for all Matters:	\$250,751.00
Total Expenses for all Matters:	<u>\$13,049.32</u>
Total for this Invoice:	<u>\$263,800.32</u>